SWAR LAND DEVELOPERS LIMITED

Directors' Report

Your Directors are pleased to present the Eleventh Annual Report and the audited accounts for the year ended 31st March, 2018.

Financial Summary:

Amount in Rs.

Particulars	Year Ended 31-03-2018	Year Ended 31-03-2017
Total Revenue	**22,663,907**	48,341,399
Total Expenditure including Depreciation	**24,545,124**	28,298,794
Profit/(Loss) before tax	**(1,881,217)**	20,042,605
Less:		
Current Tax	**--**	7,415,663
Deferred Tax Expense/(Credit)	**(269,402)**	(808,535)
Income Tax of earlier years	**69,676**	--
Profit/(Loss) after tax	**(1,681,491)**	13,435,477

The change in the nature of business, if any:

There was no change in the nature of business of the Company during the year or subsequently.

State of the Company's Affairs:

During the year under review, the Company has launched Phase III of industrial estate situated at M.I.D.C., Dombivli near Mumbai. The Company also registered Phase III with Maharashtra Real Estate Regulatory Authority under the Real Estate (Regulation and Development) Act, 2016 (RERA).

The Company has reported a loss of Rs.16.81 lacs during the year under review as against a profit of Rs. Rs.134.35 lacs for the previous year.

During the year under review, 61,500 unsecured 0% Optionally Fully Convertible Debentures (OFCDs) of Rs.1000/- each were issued to the holding Company, Jai Corp Ltd.

Amount proposed to be carried to general reserve and recommended to be paid by way of dividend:

In view of the loss during the year under review, your Directors do not recommend any dividend.

Extract of Annual Return:
Extract of Annual Return as provided under Section 92(3) of Companies Act, 2013 is given at **Annexure-1.**

Number of meetings of the Board:
16 meetings of the Board of Directors of the Company were held during the financial year 2017-18.

Details of Directors or Key Managerial Personnel who were appointed or have resigned during the year:
During the year under review, Mr. Chandrakant Bhoir was appointed as a director w.e.f. 31st July 2017. He was also appointed as Whole Time Director of the Company for a period of five years w.e.f. 31st July 2017. Subsequent to the year end, Mr. Satyapal Jain (DIN 00011774), Mr. M. L. Arora were appointed as an additional directors w.e.f. 12th April 2018 and Mr. N. B. Jere (DIN 08115396) w.e.f. 20th April 2018. Mr. M. L. Arora was also appointed as a Whole Time Director for the period of five years w.e.f. 12th April 2018.

Pursuant to the notification dated 12th February, 2018 issued by the Ministry of Corporate Affairs notifying some of the Sections including Section 50 (i.e. amendment in Section 160 of the Companies Act, 2013), a notice together with requisite deposit from a shareholder under Section 160 of the Companies Act, 2013 proposing a names of Mr. Satyapal Jain, Mr. M. L. Arora and Mr. N. B. Jere as a Directors are not required.

Shri Chandrakant Bhoir (DIN 07894741) retires by rotation and, being eligible, has offered himself for the re-appointment at the ensuing Annual General Meeting.

During the year, Shri Ananjan Datta (DIN 00434224) resigned from the Directorship of the Company w.e.f. 31st July 2017. Subsequent to the year end, Mr. Bijay Kumar Saraf (DIN 00084108) and Mr. Kishan Bihari Kagzi (DIN 00166967) resigned w.e.f. 16th April 2018 and w.e.f 09th May 2018 respectively.

Directors' Responsibility Statement:
Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, it is hereby stated that:

(a) in the preparation of the annual accounts for the financial year ended 31st March, 2018, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 have been followed along with proper explanation relating to material departure(s).

(b) appropriate accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year at 31st March, 2018 and of the loss of the Company for that period.

(c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(d) the annual accounts for the financial year ended 31st March, 2018 have been prepared on a 'going concern' basis.

(e) internal financial controls have been laid down to be followed by the Company. The internal financial controls are adequate and are operating effectively.

(f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Auditors and Auditors' Reports:
M/s D T S and Associates, Chartered Accountants, Mumbai having registration number 142412W was appointed as a statutory auditors of the Company from the conclusion of the previous annual general meeting till the conclusion of 6th annual general meeting thereafter.

Pursuant to the notification dated 07th May 2018 issued by the Ministry of Corporate Affairs, New Delhi, ratification of such appointment every year is not required.

There are no qualifications, reservations, or adverse remarks or disclaimers made by the Auditors, in their report.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013:
The Company has not given any loans, guarantees or investments under Section 186 of the Companies Act, 2013 during the financial year 2017-18.

Particulars of contracts or arrangements with Related Parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013:
There are no such contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013.

Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the Report:
There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and date of this Report.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

NIL

Statement indicating development and implementation of a Risk Management Policy for the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company:
In the opinion of the Board, the elements of risk threating the Company's existence are very minimal.

The names of Companies which have become or ceased to be Subsidiaries, Joint Ventures or Associate Companies during the year:

NIL

Details relating to deposits covered under Chapter V of the Act and deposits which are not in compliance with the requirements of Chapter V of the Act:
Company has not accepted any deposit covered under Chapter V of the Companies Act, 2013 or any deposit not in compliance with the requirements of Chapter V of the Companies Act, 2013.

The details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future:
No order was passed by any Regulator, Court or Tribunal impacting the going concern status and the Company's operations in future.

The details in respect of adequacy of internal financial controls with reference to the financial statements:
The Company has in place adequate internal control with reference to the financial statements. During the year such controls were put to test and were found to be adequate.

Employee related disclosures:
There are no employees whose remuneration requires disclosure in terms of the provisions of Companies (Appointment & Remuneration) Rules, 2014 (as amended from time to time).

Issue of Equity Shares with differential rights, sweat equity, employee stock option:
The Company has not issued any equity shares with differential rights, sweat equity, employee stock option during the year under review.

Industrial Relations:
The relations with the employees remained cordial and satisfactory during the year under review.

Acknowledgement:
Your Directors express their grateful appreciation for the assistance and co-operation received from banks, financial institutions, Government authorities, customers, vendors and shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the executives, staff and workers of the Company.

For and on behalf of the Board of Directors

Satyapal Jain
Director (DIN 00011774)

Place : Mumbai
Date : 23.05.2018

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. **Registration and Other Details**:

i)	CIN	**U45201MH2007PLC168339**
ii)	Registration Date	**05.03.2007**
iii)	Name of the Company	**Swar Land Developers Ltd.**
iv)	Category / Sub-Category of the Company	**Public Company, Limited by Shares/Indian Non Government Company**
v)	Address of the Registered office and contact details	**11-B, Mittal Tower, Free Press Journal Marg, Nariman Point, Mumbai 400021.**
vi)	Whether listed company Yes / No	**NO**
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	**NA**

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

REAL ESTATE BUSSINESS ACTIVITY

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Real Estate	6810	100%

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	Name and Address of The company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable section
1.	**Jai Corp Limited** Regd. Off: A-3, MIDC Industrial Area, Nanded, Maharashtra, 431603.Corporate Off: 11-B, Mittal Tower, Free Press Journal Marg, Nariman Point, Mumbai 400021	L17120MH1985PLC036500	Holding Company	100%	2 (46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding :

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2017)				No. of Shares held at the end of the year (31.03.2018)				% Change During the year
	Demat	**Physical**	**Total**	**% of Total**	**Demat**	**Physical**	**Total**	**% of Total**	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	50000	50000	100		50000	50000	100	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other…	0	0	0	0	0	0	0	0	0
Sub-Total (A) (1)		**50000**	**50000**	**100**		**50000**	**50000**	**100**	**0**
(2) Foreign									
a) NRIs-Individuals									
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Other…	0	0	0	0	0	0	0	0	0
Sub-Total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	**50000**	**50000**	**100**	0	**50000**	**50000**	**100**	0
B. **Public Shareholding**									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-Total (B) (1)	0	0	0	0	0	0	0	0	0

2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) **Individuals**									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	**50000**	**50000**	**100**	0	**50000**	**50000**	**100**	0

(ii) **Shareholding of Promoters**

Sr.No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2017)			Shareholding at the end of the year (As on 31.03.2018)			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share Holding during the year
1.	Jai Corp Ltd.	50000	100	0	50000	100	0	0
	Total	**50000**	**100**	**0**	**50000**	**100**	**0**	**0**

(iii) **Change in Promoters' Shareholding (please specify, if there is no change)**

Sr.No.	Name	Shareholding at the beginning of the year. (As on 01.04.2017)		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the Company
1.	**Jai Corp Limited**				
	Opening Balance	50000	100	50000	100
	Date wise increase/(decrease)			0	0
	Closing Balance			**50000**	**100**

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr.No.		Shareholding at the beginning of the year (01.04.2017)		Cumulative Shareholding during the year	
	For each of the top 10 shareholders	**No. of Shares**	**% of total Shares of the company**	**No. of Shares**	**% of total Shares of the Company**
	At the beginning of the year	**NIL**			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	**NIL**			
	At the end of the year (or on the date of separation, if separated during the year)	**NIL**			

(v) Shareholding of Directors and Key Managerial Personnel:

Sr.No.		Shareholding at the beginning of the year (01.04.2017)		Cumulative Shareholding during the year	
	For Each of the Directors and KMP	**No. of Shares**	**% of total Shares of the company**	**No. of Shares**	**% of total Shares of the Company**
	At the beginning of the year	**NIL**			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	**NIL**			
	At the end of the year (or on the date of separation, if separated during the year)	**NIL**			

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year				
i) Principal Amount				
Jai Corp Ltd. (JCL) Debentures	--	190,000,000	--	190,000,000
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	**--**	**190,000,000**	**--**	**190,000,000**
Change in Indebtedness during the financial year				
<u>Additions</u>				
JCL Loan	--	27,000	--	27,000
JCL Debentures	--	61,500,000	--	61,500,000
Total Additions	**--**	**61,527,000**	**--**	**61,527,000**
<u>Reductions</u>				
JCL Loan	--	27,000	--	27,000
Total Reductions	**--**	**27,000**	**--**	**27,000**
Net Change	**--**	**61,500,000**	**--**	**61,500,000**
Indebtedness at the end of the financial year				
i) Principal Amount				
JCL Debentures	--	251,500,000	--	251,500,000
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	**--**	**251,500,000**	**--**	**251,500,000**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A: Remuneration to Managing Director, Whole Time Directors and/or Manager :

Sr. No.	Particulars of Remuneration	Mr. Chandrakant Bhoir	Total Amount
1.	Gross Salary	4,00,000	4,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act,1961	--	--
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	--	--
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	--	--
2.	Stock Option	--	--
3.	Sweat Equity	--	--
4.	Commission :- - as % of profit	--	--
	- others, specify…	--	--
5.	Others, please specify…	--	--
	Total (A)	4,00,000	4,00,000
	Ceiling as per the Act:- In case of no profit or inadequate profit, Part II Section II (A) of Schedule V is applicable.		60,00,000

B. Remuneration to other Directors:

Sr.No.	Particulars of Remuneration	Name of the Directors		Total Amount
1.	**Independent Directors**			
	Fee for attending board / committee meetings	**NIL**		**NIL**
	Commission			
	Others, please specify			
	Total (1)			
2	**Other Non-Executive Directors**			
	Fee for attending board / committee meetings			
	Commission			
	Others, please specify			
	Total (2)	**NIL**		
	Total B= (1) + (2)	**NIL**		**NIL**
	Total Managerial Remuneration			**NIL**
	Overall Ceiling as per the Act :- In case of no profit or inadequate profit, Part II Section II (A) of Schedule V is applicable.			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

NOT APPLICABLE

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	**Company Secretary**	**CFO**	**Total**
1.	Gross Salary	--	--	--	--
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	--	--	--	--
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	--	--	--	--
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission	--	--	--	--
	- as % of profit	--	--	--	--
	- others, specify…	--	--	--	--
5.	Others, please specify…	--	--	--	--
	Total	--	--	--	--

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANIES	--	--	--	--	--
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
B. DIRECTORS					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
C. OTHER OFFICERS IN DEFAULT					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--

Independent Auditor's Report

To the Members of
Swar Land Developers Limited

Report on the Financial Statements
We have audited the accompanying Financial Statements of **SWAR LAND DEVELOPERS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of state of affairs (financial position), loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility
Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its loss including total comprehensive income, its cash flows and the statement of changes in equity for the year ended on that date.

Other Matter

The comparative financial information of the Company for the year ended 31st March, 2017 prepared in accordance with Indian Accounting Standards, included in these Financial Statements, have been audited by the predecessor auditors. The report of the predecessor auditors on the comparative financial information dated 26th May, 2017 expressed an unmodified opinion.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with relevant rules issued thereunder.

e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **“Annexure A”**;

g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(a) The Company does not have any pending litigations which would impact of its financial position in its financial statements.

(b) The Company does not have long term contracts including derivative contracts for which there were any for material foreseeable losses

(c) There has been no amounts during the year, which required to be transferred, to the Investor Education and Protection Fund by the Company;

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India, in terms of sub-section (11) of Section 143 of the Act, we give in **"Annexure B"** hereto, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For D T S & Associates
Chartered Accountants
Firm Registration No: 142412W

Anuj Bhatia
Partner
Membership No. 122179

Place: Mumbai
Date: 23rd May, 2018

<u>“ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT</u>

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date to the members of Swar Land Developers Limited on the Ind AS financial statements for the year ended 31st March, 2018)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Swar Land Developers Limited (“the Company”)** as of 31st March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of 31st March, 2018 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For D T S & Associates
Chartered Accountants
Firm Registration No: 142412W

Anuj Bhatia
Partner
Membership No. 122179

Place: Mumbai
Date : 23rd May,2018

<u>“ANNEXURE B” TO INDEPENDENT AUDITORS’ REPORT</u>

(Referred to in paragraph 2 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date to the members of Swar Land Developers Limited on the Ind AS financial statements for the year ended 31st March, 2018)

i. In respect of its fixed assets:
   a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets on the basis of available information.

   b. As explained to us, the Company has physically verified assets. No material discrepancies were noticed on such physical verification as compared with the available records.

   c. The Company does not have any immovable properties. Therefore, the provisions of clause (i)(c) of paragraph 3 of the said order are not applicable to the Company.

ii. In respect of its inventories:
   The Company has inventories only in relation to the development projects in progress. It does not have any other inventories during the year. The management has physically verified the project under development and no discrepancies were noticed. The Company has maintained the proper records for these projects.

iii. In respect of loans, secured / unsecured,
   The Company has not granted any loan, secured or unsecured, to companies, firm or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Therefore, the provisions of clause (iii) of paragraph 3 of the said order are not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 & 186 of the Act as applicable, in respect of making investments.

v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of clause (v) of paragraph 3 of the order are not applicable to the Company.

vi. According to the information and explanations given to us, cost records pursuant to Companies (Cost Records & Audit) Rules 2014 prescribed by Central Government under section 148 (1) (d) of the Act are applicable in respect of the activities carried out by the Company. However maintenance of Cost records is not applicable to the Company as the Company does not fall under the prescribed threshold limits.

vii. According to the information and explanations given to us in respect of statutory dues:

a. The Company has been generally regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, good and service tax, cess and any other statutory dues as applicable with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at 31^{st} March, 2018 for a period of more than six months from the date they became payable.

b. According to the information and explanation given to us there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value added tax, good and service tax, and cess as it applicable, which have not been deposited on account of any dispute.

viii. Based on our audit procedures and according to the information and explanations given by the management, the Company did not have any loans from banks, financial institutions or by way of debentures. Therefore, the provisions of clause (viii) of paragraph 3 of the said order are not applicable to the Company.

ix. According to the information and explanations given to us, during the year the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Therefore, the provisions of clause (ix) of paragraph 3 of the order are not applicable to the Company.

x. Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

xii. In our opinion and according to the information and explanations, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the order are not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, during the year, the Company has not raised any money by preferential allotment or private placement of share or debentures. Therefore, the provisions of clause (xiv) of paragraph 3 of the order are not applicable to the Company.

xv. According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with directors or persons connected with him, Therefore, the provisions of clause (xv) of paragraph 3 of the order are not applicable to the Company.

xvi. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For D T S & Associates
Chartered Accountants
Firm Registration No: 142412W

Anuj Bhatia
Partner
Membership No. 122179

Place: Mumbai
Date: 23rd May, 2018

Swar Land Developers Limited

Balance sheet as at 31st March 2018

(Amount in Rs)

Particulars	Note	As at 31st March 2018	As at 31st March 2017
I. ASSETS			
1 Non-current assets			
a) Property, plant and equipment	2	69,615	47,101
b) Non-Current Tax Assets (Net)	3	1,539,738	368,403
2 Current assets			
a) Inventories	4	321,154,904	255,204,113
b) Financial assets			
i) Investments	5	1,184,258	3,501,387
ii) Trade receivables	6	586,657	493,323
iii) Cash and Cash Equivalents	7	290,415	1,260,683
iv) Loans	8	423,489	374,269
c) Other current assets	9	12,010,815	7,710,842
TOTAL ASSETS		337,259,891	268,960,121
II. EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	10	500,000	500,000
b) Other equity	11	299,711,140	239,892,631
Liabilities			
1 Non-current liabilities			
a) Financial liabilities			
i) Other financial liabilities	12	3,147,053	1,357,485
b) Deferred tax liabilities (Net)	13	6,387,398	6,656,799
c) Other non current liabilities	14	532,909	-
2 Current liabilities			
a) Financial liabilities			
i) Trade payables	15	8,227,916	546,084
ii) Other financial liabilities	16	1,177,582	11,212,766
b) Other current liabilities	17	17,575,893	8,794,356
TOTAL EQUITY & LIABILITIES		337,259,891	268,960,121
Significant accounting policies	1		
Notes on financial statements	1-32		

As per our report of even date

For D T S & Associates

Chartered Accountants

(Firm Registration No.142412W)

For and on behalf of the Board of Directors

Anuj Bhatia
Partner
Membership No. 122179

M L Arora
Director
(DIN 01942478)

C H Bhoir
Director
(DIN 07894741)

Place : Mumbai

Date : 23rd May 2018

Swar Land Developers Limited

Statement of Profit and Loss for the year ended 31st March 2018

(Amount in Rs)

Sl. No.	Particulars	Note	For the year ended 31st March 2018	For the year ended 31st March 2017
I.	Revenue From Operations	18	21,759,773	46,294,332
II.	Other Income	19	904,134	2,047,067
III.	**Total Revenue (I + II)**		**22,663,907**	**48,341,399**
IV.	Expenses:			
	Land & Development Expenses	20	74,622,477	18,130,009
	Changes in Inventories of Work-in-progress	21	(66,371,878)	3,701,210
	Service Tax Expenses		-	1,047,486
	Employee Benefits Expense	22	11,155,803	2,858,337
	Finance Costs	23	892,421	268,070
	Depreciation and Amortization Expense	2	12,486	41,592
	Other Expenses	24	4,233,815	2,252,090
	Total Expenses		**24,545,124**	**28,298,794**
V.	**Profit Before Exceptional items and Tax (III-IV)**		**(1,881,217)**	**20,042,605**
VI.	Tax Expense:			
	(i) Current Tax	25	-	7,415,663
	(ii) Deferred Tax Expenses/(Credit)	25	(269,402)	(808,535)
	(iii) Income Tax of Earlier Years		69,676	-
			(199,726)	**6,607,128**
VII.	**Net Profit/Total Comprehensive Income for the year (V-VI)**		**(1,681,491)**	**13,435,477**
VIII.	Earnings per Equity Share:	26		
	Basic (in Rs.)		(33.63)	268.71
	Diluted (in Rs.)		(33.63)	0.61
	Face Value per Share (in Rs.)		10	10
	Significant Accounting Policies	1		
	Notes on Financial Statements	1-32		

As per our report of even date

For D T S & Associates

Chartered Accountants

(Firm Registration No.142412W)

For and on behalf of the Board of Directors

Anuj Bhatia
Partner
Membership No. 122179

M L Arora
Director
(DIN 01942478)

C H Bhoir
Director
(DIN 07894741)

Place : Mumbai

Date : 23rd May 2018

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Statement of changes in equity (Amount in Rs)

Equity share capital	Number of shares	Amount
As at 01 April 2016	**50,000**	**500,000**
Changes during the year	**-**	**-**
As at 31 March 2017	**50,000**	**500,000**
Changes during the year	-	-
As at 31 March 2018	**50,000**	**500,000**

B. Other equity

2016-17 (Amount in Rs)

Particulars	Reserves and surplus	Equity component of loans from parent	Optionally fully convertible debentures	Total
	Retained earnings			
Opening balance as at 1st April 2016	18,346,141	18,111,013	270,000,000	**306,457,154**
Total comprehensive income for the year	13,435,477	-	-	**13,435,477**
Transactions with owners in capacity of owners				
Optionally fully convertible debentures redeemed during the year	-	-	(54,500,000)	**(54,500,000)**
Others				
Optionally fully convertible debentures redeemed during the year	-	-	(25,500,000)	**(25,500,000)**
Closing balance as at 31st March 2017	**31,781,618**	**18,111,013**	**190,000,000**	**239,892,631**

2017-18 (Amount in Rs)

Particulars	Reserves and surplus		Equity component of loans from parent company	Optionally fully	Total
	Capital Redemption Reserve	Retained earnings			
Opening balance as at 1st April 2017	-	31,781,618	18,111,013	190,000,000	**239,892,631**
Total comprehensive income for the year	-	(1,681,491)	-	-	**(1,681,491)**
Transactions with owners in capacity of owners					
Optionally fully convertible debentures issued during the year	-	-	-	61,500,000	**61,500,000**
Transfer from retained earnings on account of redemption of preference shares	400,000	(400,000)	-	-	**-**
Closing balance as at 31st March 2018	**400,000**	**29,700,127**	**18,111,013**	**251,500,000**	**299,711,140**

As per our report of even date
For D T S & Associates
Chartered Accountants
(Firm Registration No.142412W)

Anuj Bhatia
Partner
Membership No. 122179

Place : Mumbai
Date : 23rd May 2018

For and on behalf of the Board of Directors

M L Arora
Director
(DIN 01942478)

C H Bhoir
Director
(DIN 07894741)

Swar Land Developers Limited

Cash Flow Statement for the year ended 31st March 2018

(Amount in Rs)

	Particulars	For the year ended 31st March 2018		For the year ended 31st March 2017	
A.	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Net Profit before tax as per Statement of Profit and Loss		(1,881,217)		20,042,605
	Adjusted for :				
	Finance Cost	892,421		268,070	
	Fair value gains / losses on Financial assets classified and measured at FVTPL	(6,406)		(1,392)	
	Profit on Sale of Current Investments	(877,178)		(2,016,617)	
	Depreciation	12,486		41,592	
			21,323		**(1,708,347)**
	Operating Profit before Working Capital Changes		**(1,859,894)**		**18,334,258**
	Adjusted for :				
	Inventories		(65,950,791)		3,823,720
	Trade & Other Receivables		(4,442,527)		(2,794,219)
	Trade and Other Payables		8,750,663		8,040,188
	Cash generated from operations		**(63,502,549)**		**27,403,947**
	Direct taxes paid		(1,241,011)		(7,376,040)
	Net Cash From Operating Activities		**(64,743,560)**		**20,027,907**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchase of PPE		(35,000)		-
	Purchase of Investments		(66,800,000)		(48,700,000)
	Sale of Investments		70,000,713		101,814,010
	Net Cash From Investing Activities		**3,165,713**		**53,114,010**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds from Non Current Borrowings		61,500,000		-
	Repayment of Non Current Borrowings		-		(80,000,000)
	Interest Paid		(892,421)		(268,070)
	Net Cash (used in) Financing Activities		**60,607,579**		**(80,268,070)**
	Net (Decrease) in Cash and Cash Equivalents (A+B+C)		**(970,268)**		**(7,126,153)**
	Opening Balance of Cash and Cash Equivalents		1,260,683		8,386,836
	Closing balance of Cash and Cash Equivalents		**290,415**		**1,260,683**
	Components of Cash and Cash Equivalents:				
	Balances with Banks in Current Accounts		290,415		1,260,683
	Cheques, Drafts in Hand		-		-

As per our report of even date
For D T S & Associates
Chartered Accountants
(Firm Registration No.142412W)

Anuj Bhatia
Partner
Membership No. 122179

Place : Mumbai
Date : 23rd May 2018

For and on behalf of the Board of Directors

M L Arora
Director
(DIN 01942478)

C H Bhoir
Director
(DIN 07894741)

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

	Company Information
	Swar Land Developers Limited ('the Company') is a company limited by shares and is domiciled in India. The Company's registered office is at **11 B, Mittal Tower, Free Press Journal Marg, Nariman Point, Mumbai - 400 021**. These financial statements are the separate financial statements of the company. The company is primarily involved in Real Estate and Property Development
	Basis of Preparation
	The separate financial Statements have been prepared to comply in all material aspects with the Accounting Standards notified under Section 133 of Companies Act, 2013 as per Companies (Indian Accounting Standards (Ind AS)) Rules, 2015 and other relevant provisions of the Companies Act, 2013 and rules framed thereunder. The Financial Statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities measured at fair value.
1	**Significant accounting policies**
a	**Revenue recognition**
	Revenue is measured at the fair value of consideration received or receivable. Revenue is recognised only when it can be reliably measured and it is probable that future economic benefits will flow to the company. Revenue from sale of goods is recognised when significant risk and rewards of ownership of the goods have passed to the customer. Amounts disclosed as revenue are inclusive of net of returns, quality claims, volume discounts, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties. Interest income for all debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.
b	**Income taxes**
	The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.
c	**Impairment of non-financial assets**
	The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

d Investments and financial assets

Classification

The company classifies its financial assets in the following measurement categories:
• those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
• those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The company reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement

At initial recognition, the company measures a financial asset at its fair value except investments in subsidiaries and associates plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Measurement of debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments:

• **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost, is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

• **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

• **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss, is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the year in which it arises. Interest income from these financial assets is included in other income.

Measurement of equity instruments

The company subsequently measures all equity investments at fair value except investments in subsidiaries and associates. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

Changes in the fair value of financial assets measured at fair value through profit or loss are recognised as other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

	De-recognition of financial assets A financial asset is derecognised only when • The company has transferred the rights to receive cash flows from the financial asset or • retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients. Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.
e	**Derivatives and embedded derivatives**
	The company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains / (losses). Derivatives embedded in a host contract that is an asset within the scope of Ind AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.
f	**Property, plant and equipment**
	The carrying value (Gross Block less accumulated depreciation and amortisation) as on 1st April, 2015 of the Property, plant and equipment is considered as a deemed cost on the date of transition. Property, plant and equipment are stated at cost of acquisition or construction, net of MODVAT / CENVAT, Value Added Tax Goods and Service Tax, less accumulated depreciation and impairment loss, if any. Cost comprises of purchase price, borrowing cost if capitalisation criteria are met, and directly attributable cost of bringing the asset to its working conditions for the intended use.
	Depreciation on property, plant and equipment Depreciation on fixed assets is provided to the extent of depreciable amount on straight-line method over the useful life of asset as assessed by the management and the same is similar to the useful lives as prescribed in Part-C of Schedule II to the Companies Act, 2013 except acquisition of insurance spares and additions/extensions forming an integral part of existing plants, which are depreciated over residual life of the respective fixed assets. The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the company will obtain ownership at the end of the lease term. Fixed assets where ownership vests with the Government/local authorities are amortised over the useful life of asset as prescribed in Part-C of Schedule II to the Companies Act, 2013.
g	**Borrowings and other financial liabilities**
	Borrowings and other financial liabilities are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial is recognised as an asset / liability based on the underlying reason for the difference. Subsequently all financial liabilities are measured at amortised cost using the effective interest rate method Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss. The gain / loss is recognised in other equity in case of transaction with shareholders.
h	**Provisions, contingent liabilities and contingent assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

i Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to the statement of profit and loss as finance costs.

j Employee benefits

Short-term employee benefits are recognized as an expense at the undiscounted amount in the statement of Profit and Loss for the year in which the related service is rendered.

k Earnings per share

Basic earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

l Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and banks, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

m Inventories

Cost of inventories consists of cost of land, land development expenses, material services, construction cost, interest and financial charges and other expenses related to project under development. In general, all Inventories of land are stated at lower of cost and net realisable value.

n Current and non-current classification:

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
b) Held primarily for the purpose of trading,
c) Expected to be realised within twelve months after the reporting period, or
d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it is:

a) Expected to be settled in normal operating cycle,
b) Held primarily for the purpose of trading,
c) Due to be settled within twelve months after the reporting period, or
d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The Company has identified twelve months as its normal operating cycle.

o Fair value measurement:

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
a) In the principal market for the asset or liability, or
b) In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.

p Off-setting financial Instrument:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or counterparty.

q SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS:

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

i) Property, plant and equipment, Investment Properties and Intangible Assets:

Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Company's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.

ii) Income Tax:

The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to an adjustment to the amounts reported in the standalone financial statements.

iii) Contingencies:

Management has estimated the possible outflow of resources at the end of each annual reporting financial year, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

iv) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

v) Impairment of non-financial assets:

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent to those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

vi) Recoverability of trade receivable:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

vii) Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

viii) Fair value measurement of financial instruments :

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

r **Recent Announcements:**

Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers, however it is not likely to have any material impact on the financial statements of the Company.

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. However it will not impact on the financial statements of the Company.

Swar Land Developers Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 2 - Property, plant and equipment

(Amount in Rs.)

Particulars	Furniture and Fixtures	Office Equipments	Total
GROSS BLOCK			
At 1st April, 2016	-	128,868	128,868
Additions	-	-	-
Disposals	-	-	-
At 31st March, 2017	-	128,868	128,868
Additions	35,000	-	35,000
Disposals	-	-	-
At 31st March, 2018	35,000	128,868	163,868
ACCUMULATED DEPRECIATION AND AMORTIZATION			
At 1st April, 2016	-	40,175	40,175
Depreciation Expenses	-	41,592	41,592
Disposals	-	-	-
At 31st March, 2017	-	81,767	81,767
Depreciation Expenses	1,149	11,337	12,486
Disposals	-	-	-
At 31st March, 2018	1,149	93,104	94,253
NET BLOCK			
At 31st March, 2017	-	47,101	47,101
At 31st March, 2018	33,851	35,764	69,615

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Note 3 - Non current Tax Assets (Net)

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Income Tax (Net)	1,539,738	368,403
Total	**1,539,738**	**368,403**

Note 4 - Inventories

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Raw Materials		
Construction Materials	125,683	546,771
Work-in-progress	321,029,221	254,657,342
Total	**321,154,904**	**255,204,113**

Refer Note No.1. (m) for mode of valuation of inventories.

Swar Land Developers Limited

Notes to the Financial Statement for the year ended 31st March, 2018

Note 5 - Current investments

(Amount in Rs)

Particulars	As at 31st March, 2018			As at 31st March, 2017		
	Quantity (No's)	Face value	Amount	Quantity (No's)	Face value	Amount
Financial assets classified and measured at fair value through profit or loss						
a) In Mutual funds - Unquoted fully paid up						
Birla Sun Life Floating Rate Fund Short Term Plan	5,105	100	1,184,258	16,146	100	3,501,387
Total Units in Mutual Funds at FVTPL			**1,184,258**			**3,501,387**
Total current investments			**1,184,258**			**3,501,387**
Aggregate amount of quoted investments and market value thereof			-			-
Aggregate amount of unquoted investments			1,184,258			3,501,387

Note 5.1 : Refer Note No. 1(d) for note of Valuation of Current Investment.

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Note 6 - Trade Receivables

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Unsecured, Considered Good :		
Trade Receivables	586,657	493,323
Total	**586,657**	**493,323**

Note 7 - Cash and Cash Equivalents

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Cash and Cash Equivalents		
Balances with Banks in Current Accounts	290,415	1,260,683
Total	**290,415**	**1,260,683**

7.1 For the purpose of the statement of cash flow, cash and cash equivalnets comprise the followings:

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Balances with Banks in Current Accounts	290,415	1,260,683
Total	290,415	1,260,683

Note 8 - Current financial assets - Loans

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Unsecured, considered good unless otherwise specified		
Security deposits	423,489	374,269
Total	**423,489**	**374,269**

Note 9 - Other current assets

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Balance with Goods And Services Tax Authorities	9,966,181	-
Advances other than capital advances		
Advance to suppliers	8,379	7,683,930
Other Advances	2,036,255	26,912
Total	**12,010,815**	**7,710,842**

Note 9.1 Other Advance Includes GST Receivable of Rs. 19,69,587

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Note 10 - Equity share capital

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Authorised:		
50,000 Equity Shares of Rs. 10 each	500,000	500,000
(50,000 Equity Shares of Rs. 10 each as at 31st March, 2017)		
50,000 1% Optionally Convertible Non-Cumulative, Redeemable	500,000	500,000
(50,000 Pref Shares of Rs. 10 each as at 31st March, 2017)		
Total	1,000,000	1,000,000

Issued, Subscribed & Paid-up:		
50,000 Equity Shares of Rs. 10 each	500,000	500,000
(50,000 Equity Shares of Rs. 10 each as at 31st March, 2017)		
Total	500,000	500,000

10.1 Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

Particulars	2017-18		2016-17	
	(In Nos.)	(Figures in Rs)	(In Nos.)	(Figures in Rs)
Shares outstanding at the beginning of the year	50,000	500,000	50,000	500,000
Shares outstanding at the end of the year	50,000	500,000	50,000	500,000

10.2 Terms / Rights attached to the Equity Shares

Holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by shareholders.

10.3 Details of shares in the Company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31st March 2018		As at 31st March 2017	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Equity Shares:				
(Including equity shares held jointly with nominees)				
Jai Corp Limited	50,000	100%	50,000	100%

Note 11 - Other equity

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Retained earnings		
Opening balance	31,781,618	18,346,141
Add: Net profit / (loss) for the year	(1,681,491)	13,435,477
Less: Transfer to Capital Redemption Reserve	(400,000)	-
Closing balance	29,700,127	31,781,618
Nature and Purpose - Retained earnings represent the accumulated profits / losses made by the company over the years.		

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Capital Redemption Reserve		
Opening balance	-	-
Transaction during the year	400,000	-
Closing balance	400,000	-
Nature and purpose - The Reserve was created upon the redemption of preference shares and will be utilised with the complaince of the provision of the Companies Act, 2013.		

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Equity component on interest free loans from parent company		
Opening balance	18,111,013	18,111,013
Transaction during the year	-	-
Closing balance	18,111,013	18,111,013

Nature and purpose - The difference between the fair value of interest free loans on the date of issue and the transaction price is recognised as a deemed equity component by the parent company.

Estimation of fair value - For computation of the above fair value benefit, the company has estimated the fair value of the financial liability on the date of issue by considering comparable market interest rates adjusted to the facts and circumstances relevant to the company.

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Optionally fully convertible debentures issued to parent treated as equity		
Opening balance	190,000,000	244,500,000
Issued during the year	61,500,000	-
Redeemed during the year	-	(54,500,000)
Closing balance	251,500,000	190,000,000

Nature and purpose - The optionally fully convertible debentures issued to parent company are treated as equity.

Terms - 1,90,000 (1,90,000 as at 31st March 2017) Zero% Optianally Fully Convertible Debenture (OFCD) of Rs. 1,000/- each are redeemable at face value at the option of the Company at any time from the date of allotment i.e. 21st July,2015 but before the end of 20 years. The holder of the OFCD have the option to convert each OFCD in to 100 equity shares of face vaue of Rs. 10/- each of the Company at any time from the date of allotment during the tenure of OFCD.

Terms - 25,500 (25,500 as at 31st March 2017) Zero% Optianally Fully Convertible Debenture (OFCD) of Rs. 1,000/- each are redeemable at face value at the option of the Company at any time from the date of allotment i.e. 21st March,2016 but before the end of 20 years. The holder of the OFCD have the option to convert each OFCD in to 100 equity shares of face vaue of Rs. 10/- each of the Company at any time from the date of allotment during the tenure of OFCD.

Terms - 50,000 (Nil as at 31st March 2017) Zero% Optianally Fully Convertible Debenture (OFCD) of Rs. 1,000/- each are redeemable at face value at the option of the Company at any time from the date of allotment i.e. 18th August, 2017 but before the end of 20 years. The holder of the OFCD have the option to convert each OFCD in to 100 equity shares of face vaue of Rs. 10/- each of the Company at any time from the date of allotment during the tenure of OFCD.

Terms - 11,500 (Nil as at 31st March 2017) Zero% Optianally Fully Convertible Debenture (OFCD) of Rs. 1,000/- each are redeemable at face value at the option of the Company at any time from the date of allotment i.e. 27th March, 2018 but before the end of 20 years. The holder of the OFCD have the option to convert each OFCD in to 100 equity shares of face vaue of Rs. 10/- each of the Company at any time from the date of allotment during the tenure of OFCD.

(Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Optionally fully convertible debentures issued to fellow subsidiary treated as equity		
Opening balance	-	25,500,000
Issued during the year	-	-
Redeemed during the year	-	(25,500,000)
Closing balance	-	-

Nature and purpose - The optionally fully convertible debentures issued to parent company are treated as equity.

Terms - Nil (Nil as at 31st March, 2017)Zero% Optianally Fully Convertible Debenture (OFCD) of Rs. 1,000/- each are redeemable at face value at the option of the Company at any time from the date of allotment i.e. 21st March,2016 but before the end of 20 years. The holder of the OFCD have the option to convert each OFCD in to 100 equity shares of face vaue of Rs. 10/- each of the Company at any time from the date of allotment during the tenure of OFCD.

(Amount in Rs)

Total other equity as at 31 March 2018	
31-Mar-17	239,892,631
31-Mar-18	299,711,140

Note 12 - Other non-current financial liabilities (Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Rental deposits	3,147,053	1,357,485
Total	**3,147,053**	**1,357,485**

Note 13 - Deferred tax liabilities (Net) (Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Deferred Tax Liabilities		
Related to PPE	3,100	4,238
Taxable temporary differences on financial assets measured at FVTPL	1,650	460
Related to interest free loan from parent company	6,382,648	6,652,101
Net deferred tax liability	**6,387,398**	**6,656,799**

13.1 Movement in Deferred Tax Liabilites

	PPE	Financial assets measured at FVTPL	Loan from parent company	Total
As at 1st April, 2016	11,919	333,070	7,120,345	7,465,334
Charged/(Credited)				
- to Profit & Loss	(7,681)	(332,610)	(468,244)	(808,535)
As at 31st March, 2017	4,238	460	6,652,101	6,656,799
Charged/(Credited)				
- to Profit & Loss	(1,138)	1,190	(269,453)	(269,401)
As at 31st March, 2018	3,100	1,650	6,382,648	6,387,398

Note 14 - Other non current liabilities (Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Advance rent	532,909	-
Total	**532,909**	**-**

Note 15 - Trade Payables (Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Micro, Small and Medium Enterprises	-	-
Others	8,227,916	546,084
Total	**8,227,916**	**546,084**

16.1 The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act 2006 and hence disclosures as required by notification dated 16.11.2007 issued by the Ministry of Company Affairs have not been given.

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Note 16 - Other current financial liabilities (Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Salary payable	888,400	497,882
Other payable	289,182	9,502,863
Rental deposits received	-	812,021
Current Maturities of non-current borrowings	-	400,000
Total	**1,177,582**	**11,212,766**

16.1 1% Redeemable Non Cumulative Preference Shares (NCPS) of Rs.10 each which were redeemable before the end of twenty years from the date of allotment with an option to the Company / the Shareholder to redeem the same earlier but not before the expiry of one year from the date of allotment i.e. 30th March 2015, redeemed during the year.

16.2 Details of 1% Redeemable Non Cumulative Preference Shares (NCPS) in the Company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31st March 2018		As at 31st March 2017	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
1%Redeemable Non Cumulative Preference Shares (NCPS)				
(Including NCPS jointly with nominees)				
Jai Corp Limited	-	-	40,000	100%

16.3 Reconciliation of number of NCPS outstanding at the beginning and at the end of the year: (Rs. In Lakhs)

Particulars	2017-18		2016-17	
	(In Nos.)	(Rs. In Lakhs)	(In Nos.)	(Rs. In Lakhs)
Number of Shares outstanding at the beginning of the year	40,000	400,000	40,000	400,000
Less: Redeemed during the year	40,000	400,000	-	-
Number of Shares outstanding at the end of the year	-	-	40,000	400,000

16.4 Other Payable includes Audit fees payable, Expenses payable etc.

Note 17 - Other current liabilities (Amount in Rs)

Particulars	As at 31st March 2018	As at 31st March 2017
Statutory Dues	497,974	142,602
Rental Deposit	120,690	550,000
Advance rent	373,065	665,965
Advance received from Customers	16,584,164	7,435,789
Total	**17,575,893**	**8,794,356**

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Note 18 - Revenue from operations

(Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Sale of products	12,950,400	39,030,259
Sale of services	8,809,373	7,264,073
Total	**21,759,773**	**46,294,332**

Note 19 - Other income

(Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest Income from Financial Assets measured at amortised cost	-	9,558
Profit on Sale of Current Investments	877,178	2,016,617
Fair value changes (net) on financial assets classified as fair value through profit and loss - (net expense)	6,406	1,392
Other income	20,550	19,500
Total	**904,134**	**2,047,067**

Note 20 - Land & Development Expenses

(Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Construction Materials Consumed	74,622,477	15,948,532
Approval Cost	-	339,530
Labour Charges	-	1,816,560
Other Expenses	-	25,387
Total	**74,622,477**	**18,130,009**

Note 21 - Changes in Inventories of Work-in-progress

(Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
At the end of the year		
Work-in-Progress	321,029,221	254,657,343
At the beginning of the Year		
Work-in-Progress	254,657,343	258,358,554
Changes in Inventories of Work-in-progress	**(66,371,878)**	**3,701,210**

Note 22 - Employee Benefits Expense

(Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Salaries, Wages and Perquisites	11,141,643	2,856,202
Staff Welfare Expenses	14,160	2,135
Total	**11,155,803**	**2,858,337**

Note 23 - Finance costs

(Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Interest on Borrowings	892,421	268,070
Total	**892,421**	**268,070**

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

Note 24 - Other expenses (Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Sales Promotion Expenses	372,763	206,520
Brokerage	-	120,500
Payment to Auditors (Refer Note No 24.1)	22,500	25,875
Rates and Taxes	135,786	7,700
Electricity Expenses	32,591	384,969
Legal, Professional and Consultancy Charges	101,500	35,400
Insurance	125,360	104,059
Travelling and Conveyance	803,072	102,530
Bank Charges	1,937	1,431
Other repairs	598,164	113,123
Repair & Maintenance - Building	945,000	-
Security Charges	160,137	554,759
Water Charges	52,256	163,432
Other Expenses	882,750	431,792
Total	**4,233,815**	**2,252,090**

24.1 Payment to Auditors (Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Audit Fees	12,500	14,375
Tax Audit Fees	10,000	11,500
Total	**22,500**	**25,875**

Note 25 - Tax expense (Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Current tax expense		
Current tax for the year	-	7,415,663
Income Tax of earlier year	69,676	-
Deferred taxes		
Change in deferred tax assets	269,402	808,535
Change in deferred tax liabilities	-	-
	(269,402)	**(808,535)**
Total	**(199,726)**	**6,607,128**

Note 25.1 - Tax reconciliation (for profit and loss) (Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Profit before income tax expense	(1,881,217)	20,042,605
Tax at the rate of 25.75%	(484,413)	6,626,686
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income		
Profit on sale of investments	-	(11,070)
Tax Assets not created	484,413	-
Fair Value of Financial Assets/liabilities	1,190	-
Related to Property, Plant and Equipment	(1,138)	-
Income Tax of earlier year	69,676	-
Others	(269,453)	(8,488)
Income Tax expenses	**(199,726)**	**6,607,128**

Note 26 - Earnings per share (Amount in Rs)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Net Profit / (loss) after tax for the year (Rs.)	(1,681,491)	13,435,477
Net Profit / (loss) attributable to equity share holders (Rs.)	**(1,681,491)**	**13,435,477**
Weighted Average Number of equity shares outstanding during the year for Basic EPS	50,000	50,000
Weighted Average Number of equity shares outstanding during the year for Diluted EPS	24,711,644	22,182,329
Basic Earnings Per Share (Rs.)	(33.63)	268.71
Diluted Earnings Per Share (Rs.)	(33.63)	0.61
Face Value per Share (Rs.)	10	10

26.1 Reconciliation between number of shares used for calculating basic and diluted earning per share

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Number of Shares Used for calculating Basic EPS	50,000	50,000
Add:- Potential Equity Shares on conversion (Weighted)	24,661,644	22,132,329
Number of Shares used for Calculating Diluted EPS	**24,711,644**	**22,182,329**

26.2 Effects of conversions of Zero Coupon Optionally Fully Convertible Debentures into Equity Share are resulting in anti diluted hence the effect of the same is ignored for the purpose of diluted earnings per share.

Swar Land Developers Limited

Notes to the Financial Statement for the year ended on 31st March, 2018

27 Fair value measurements

Financial instruments by category: (Amount in Rs)

	As at 31st March, 2018			As at 31st March, 2017		
Particulars	**FVOCI**	**FVTPL**	**Amortised cost**	**FVOCI**	**FVTPL**	**Amortised cost**
Financial assets						
Current assets						
Investment in mutual funds	-	1,184,258	-	-	3,501,387	-
Trade Receivables	-	-	586,657	-	-	493,323
Cash and Cash equivalents	-	-	290,415	-	-	1,260,683
Security deposits	-	-	423,489	-	-	374,269
Total financial assets	**-**	**1,184,258**	**1,300,561**	**-**	**3,501,387**	**2,128,275**
Financial liabilities						
Non-current liabilities						
Rental deposits	-	-	3,147,053	-	-	1,357,485
Current liabilities	-					
Trade Payables	-	-	8,227,916	-	-	546,084
Current Maturities of Non Current borrowings	-	-	-	-	-	400,000
Other financial liabilities	-	-	1,177,582	-	-	10,812,766
Total financial liabilities	**-**	**-**	**12,552,551**	**-**	**-**	**13,116,335**

Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price and financial instruments like Mutual Funds for which NAV is published by Mutual Fund Operator. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period and Mutual Fund are valued using the Closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in this level. Investment in level 3 category for the company include unquoted equity shares and FCCDs , unquoted units of Mutual funds and unquoted units of venture capital fund.

Financial assets and liabilities measured at fair value at each reporting date (Amount in Rs)

	As at 31st March, 2018			As at 31st March, 2017		
Financial assets	**Level 1**	**Level 2**	**Level 3**	**Level 1**	**Level 2**	**Level 3**
Financial assets measured at FVTPL						
Investment in mutual funds	1,184,258	-	-	3,501,387	-	-
Total	**1,184,258**	**-**	**-**	**3,501,387**	**-**	**-**

During the years mentioned above, there have been no transfers amongst the levels of hierarchy.

Fair value for assets measured at amortised cost

The carrying amounts of security deposits, trade receivables, cash and cash equivalent, borrowings, redeemable preference shares, rental deposits received, trade payables and other financial liabilities are considered to be approximately equal to the fair value.

28 Financial risk management

The company is exposed to credit risk, liquidity risk and Market risk.

A Credit risk

Credit risk arises from Trade receivables and Cash and bank balances carried at amortised cost.

Credit risk management

Credit risk arises from the possibility that the party may not be able to settle their obligations as agreed.

To manage the credit risk, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

Bank balances are held with only high rated banks. Trade receivables are generally recovered with in the credit period. In respect of the other contractual financial assets like security deposits, the company transacts only with parties with high credit worthiness. Accordingly, the provision for impairment is considered immaterial.

B Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – borrowings, Trade payables and other financial liabilities.

Liquidity risk management

The company manages its liquidity risk by regularly monitoring its rolling cash flow forecasts. The company's operations provide a natural liquidity of receivables against payments due to creditors. Receipts exceeding the amount of payables to creditors are invested in liquid assets like mutual funds. Borrowings are managed through credit facilities agreed with the Banks, internal accruals and realisation of liquid assets. In the event of cash shortfalls, the company approaches the lenders for a suitable term extension.

Maturities of financial liabilities

As at 31st March 2018 (Amount in Rs)

Particulars	Less than 6 months	6 months to 1 year	Between 1 and 5 years	Beyond 5 years	Total
Rental deposits received	-	-	3,147,053	-	3,147,053
Trade payables	8,227,916	-	-	-	8,227,916
Other current financial liabilities	1,177,582	-	-	-	1,177,582
Total	**9,405,498**	**-**	**3,147,053**	**-**	**12,552,551**

As at 31st March 2017 (Amount in Rs)

Particulars	Less than 6 months	6 months to 1 year	Between 1 and 5 years	Beyond 5 years	Total
Current Maturities of Non Current borrowings	400,000	-	-	-	400,000
Rental deposits received	-	-	1,357,485	-	1,357,485
Trade payables	546,084	-	-	-	546,084
Other current financial liabilities	10,000,745	-	-	-	10,000,745
Total	**10,946,829**	**-**	**1,357,485**	**-**	**12,304,314**

C Market risk

Price risk

The company holds investments in mutual funds. The Company's exposure to equity security's price risks arises from these investments held by the Company and classified in the balance sheet at fair value through profit or loss.

Price risk management

The company evaluates the performance of its investees on a periodic basis. In case, the investments are not performing adequately for a longer duration, the company sells or elects an exit from those investments.

Sensitivity for Mutual Fund Investments (Amount in Rs)

	Impact on profit/(loss) (Before Tax)	
	31-Mar-18	**31-Mar-17**
Mutual Funds		
Increase in price by1%	11,843	35,014
Decrease in price by1%	(11,843)	(35,014)

29 Capital Management

29.1 Risk management

The company's objectives when managing capital are to:-

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The company's capital mainly comprises of equity share capital, internal accruals and borrowings from the promoters. There are no externally imposed capital requirements. The company's capital requirements are met through internal accruals.

The capital composition is as follows: (Amount in Rs)

	31st March, 2018	31st March, 2017
Total debts	-	400,000
Less: Cash and Cash Equivalents	290,415	1,260,683
Net Debts	(290,415)	(860,683)
Total equity	300,211,140	240,392,631
Total Capital (Net Debt plus Total Equity)	299,920,725	239,531,948
Net Gearing Ratio	**-**	**-**

30 Related Party Disclosure

30.1 As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:-

(A) List of related parties and relationship.

Holding Company

Jai Corp Limited

Fellow-Subsidiary

Swastik Land & Developers Limited

Key Managerial Person

Chandrakant Bhoir

30.2 Transactions during the year with related parties :

(Amount in Rs)

Nature of Transaction	Name of the Related Party	2017-18	2016-17
0% Optinally Fully Convertible Debentures issued	Jai Corp Limited	61,500,000	-
0% Optinally Fully Convertible Debentures Redeemed	Jai Corp Limited		54,500,000
	Swastik Land & Developers Limited	-	25,500,000
Current Borrowing Received	Jai Corp Limited	27,000	-
Current Borrowing Refunded	Jai Corp Limited	27,000	-
1% Redeemable Non-Cumulative Preference Shares redeemmed	Jai Corp Limited	400,000	-
Salary Paid	Chandrakant Bhoir	400,000	-
Reimbursement of Expenditures	Chandrakant Bhoir	271,493	-

(Amount in Rs)

Nature of Transaction	Name of the Related Party	As at 31st March, 2018	As at 31st March, 2017
Equity Shares	Jai Corp Limited	500,000	500,000
1% Redeemable Non-Cumulative Preference Shares	Jai Corp Limited	-	400,000
0% Optinally Fully Convertible Debentures	Jai Corp Limited	251,500,000	190,000,000

Note 31 Segment Reporting

In the opinion of the Management and based on consideration of dominant source and nature of risk and returns, the Company's activities, during the year revolved around the single segment namely, "Builders and Developers". Considering the nature of Company's business and operations, there are no separate reportable segment (Business and/or Geographical) in accordance with the requirement of Ind AS 108 "Operating Segments" as notified.

Note 32

Previous period figures have been regrouped / re-classified wherever necessary to make them comparable.

As per our report of even date
For D T S & Associates
Chartered Accountants
(Firm Registration No.142412W)

For and on behalf of the Board of Directors

Anuj Bhatia
Partner
Membership No. 122179

M L Arora
Director
(DIN 01942478)

C H Bhoir
Director
(DIN 07894741)

Place : Mumbai
Date : 23rd May 2018